

RECORDATION NO. 28010-PPPPP FILED

AUG 08 '11 -12 30 PM

**SURFACE TRANSPORTATION BOARD**

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

August 8, 2011

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S W  
Washington, D C. 20423

Dear Section Chief

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of August 8, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Security Agreement, Memoranda of which were previously filed with the Board under Recordation Numbers 28010 and 28010-A, and the Series A Security Agreement, a Memorandum of which was filed under Recordation Number 28010-V.

The name and address of the party to the enclosed document are

Secured Party	Deutsche Bank Trust Company Americas as Series A Subsidiary Collateral Agent 60 Wall Street, 26th Floor New York, NY 10005
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[Grantors]	The CIT Group/Equipment Financing, Inc The CIT Group/Corporate Aviation, Inc c/o CIT Group Inc 1 CIT Drive Livingston, New Jersey 07039
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Chief, Section of Administration  
August 8, 2011  
Page 2

A description of the railroad equipment covered by the enclosed document is:

99 tank cars CTCX 787008, PLMX 4213, PLMX 4226, PLMX 4227, PLMX 4237, PLMX 33007, PLMX 33002 and within the series HOMX 180004 – HOMX 180234 and DBUX 230000 – DBUX 230024.

A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest

Also enclosed is a check in the amount of \$41 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized flourish at the end.

✓ Robert W. Alvord

RWA/sem  
Enclosures

RECORDATION NO.

28010

FILED

PPPP

**PARTIAL TERMINATION AND RELEASE OF SECURITY INTEREST**  
**Series A**

-12 30 PM

**SURFACE TRANSPORTATION BOARD**

The undersigned, DEUTSCHE BANK FRUST COMPANY AMERICAS, as Series A Subsidiary Collateral Agent (as defined in the Collateral Agreement described below) for the Series A Subsidiary Secured Parties (in such capacity, the "Collateral Agent"), does hereby terminate, release and discharge the security interest held by it on that certain railroad equipment identified on Exhibit A attached hereto (the "Released Equipment"), without recourse, representation or warranty

Such security interest was granted pursuant to that certain Series A Collateral Agreement, dated as of December 10, 2009 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement"), pursuant to which, among other things, The CIT Group/Equipment Financing, Inc. and The CIT Group/Corporate Aviation, Inc. (collectively, the "Grantors"), granted to the Collateral Agent (including any successor collateral agent), for the benefit of the Secured Parties, a lien on, and security interest in, all of its right, title and interest in, to and under, *inter alia*, certain of each such Grantor's railcars and other rolling stock, whether now owned or hereafter acquired, a Memorandum of which was recorded with the Surface Transportation Board under Recordation No. 28010-V.

This instrument shall be governed by, and construed in accordance with, the law of the State of New York.

This instrument is executed upon the express conditions that (a) nothing herein contained shall be construed to release from the lien of the aforesaid Collateral Agreement or to impair said lien upon any property subject thereto, except the Released Equipment and (b) the foregoing release shall not apply to the proceeds of the disposition of the Released Equipment, which proceeds shall be subject to the lien of the aforesaid Collateral Agreement to the extent provided for therein.

*[Signature pages follow]*

DEUTSCHE BANK TRUST COMPANY  
AMERICAS.  
as Collateral Agent

By: Irene Siegel

Name: IRENE SIEGEL  
Title: VICE PRESIDENT

By: Maria Inoa

Name: MARIA INOA  
Title: ASSOCIATE

NOTARY STATEMENT

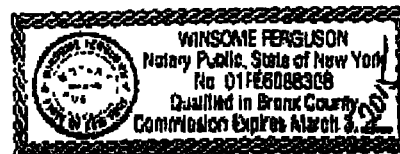
STATE OF NEW YORK )  
COUNTY OF NEW YORK )

I, Winsome Ferguson, a Notary Public, qualified in Bronx County, New York, do hereby certify that on this 8 day of Aug, 2011, personally appeared Irene Siegel and Maria Inoa, who acknowledged themselves to be VP and ASSOCIATE, respectively of Deutsche Bank Trust Company Americas, as Series A Subsidiary Collateral Agent and that they, as such officers being authorized to do so, executed the foregoing instrument in the capacity therein contained and for the purposes therein contained

IN WITNESS WHEREOF, I hereunto set my hand

My commission expires: 3/3/2015

Winsome Ferguson  
Notary Public



**Exhibit A**

Ninety-nine (99) Tank cars, bearing the following marks and numbers:

	<b>Mark</b>	<b>Number</b>	<b>EIN</b>
1	CTCX	787008	203872
2	PLMX	33007	204916
3	PLMX	4213	205053
4	PLMX	4226	205055
5	PLMX	4227	205056
6	PLMX	4237	205057
7	PLMX	33002	205061
8	HOMX	180004	210468
9	HOMX	180005	210469
10	HOMX	180006	210470
11	HOMX	180010	210471
12	HOMX	180012	210472
13	HOMX	180013	210473
14	HOMX	180014	210474
15	HOMX	180021	210475
16	HOMX	180027	210476
17	HOMX	180030	210477
18	HOMX	180036	210478
19	HOMX	180038	210479
20	HOMX	180045	210481
21	HOMX	180048	210483
22	HOMX	180050	210484
23	HOMX	180065	210485
24	HOMX	180063	210486
25	HOMX	180064	210487
26	HOMX	180067	210489
27	HOMX	180072	210490
28	HOMX	180075	210491
29	HOMX	180076	210492
30	HOMX	180079	210493
31	HOMX	180080	210494
32	HOMX	180083	210495
33	HOMX	180084	210496
34	HOMX	180094	210497
35	HOMX	180097	210498
36	HOMX	180098	210499
37	HOMX	180100	210501

38	HOMX	180101	210502
39	HOMX	180103	210503
40	HOMX	180106	210504
41	HOMX	180108	210505
42	HOMX	180109	210506
43	HOMX	180114	210507
44	HOMX	180117	210508
45	HOMX	180121	210509
46	HOMX	180124	210510
47	HOMX	180129	210512
48	HOMX	180130	210513
49	HOMX	180131	210514
50	HOMX	180133	210515
51	HOMX	180134	210516
52	HOMX	180136	210518
53	HOMX	180137	210519
54	HOMX	180143	210520
55	HOMX	180148	210521
56	HOMX	180150	210522
57	HOMX	180151	210523
58	HOMX	180158	210524
59	HOMX	180163	210525
60	HOMX	180173	210526
61	HOMX	180174	210527
62	HOMX	180179	210528
63	HOMX	180183	210530
64	HOMX	180189	210533
65	HOMX	180190	210534
66	HOMX	180192	210535
67	HOMX	180197	210537
68	HOMX	180201	210538
69	HOMX	180211	210540
70	HOMX	180212	210541
71	HOMX	180214	210542
72	HOMX	180215	210543
73	HOMX	180224	210545
74	HOMX	180228	210546
75	HOMX	180230	210547
76	HOMX	180233	210548
77	HOMX	180234	210549
78	DBUX	230000	200000
79	DBUX	230001	200001

80	DBUX	230002	200002
81	DBUX	230003	200003
82	DBUX	230005	200005
83	DBUX	230007	200007
84	DBUX	230008	200008
85	DBUX	230009	200009
86	DBUX	230010	200010
87	DBUX	230011	200011
88	DBUX	230012	200012
89	DBUX	230013	200013
90	DBUX	230015	200015
91	DBUX	230016	200016
92	DBUX	230017	200017
93	DBUX	230018	200018
94	DBUX	230019	200019
95	DBUX	230020	200020
96	DBUX	230021	200021
97	DBUX	230022	200022
98	DBUX	230023	200023
99	DBUX	230024	200024

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 8/8/11



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Robert W. Alvord